

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	FIRST AMENDMENT TO COLLATERAL ASSIGNMENT OF TRADEMARKS (SECURITY AGREEMENT)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rockford Corporation		02/27/2009	CORPORATION: ARIZONA

RECEIVING PARTY DATA

Name:	Wachovia Capital Finance Corporation (Western)
Street Address:	251 South Lake Avenue, Suite 900
City:	Pasadena
State/Country:	CALIFORNIA
Postal Code:	91101
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	2826540	BOLT
Registration Number:	2844012	
Registration Number:	1524277	R
Registration Number:	3410247	FOSGATE AUDIONICS
Registration Number:	2659570	IE INSTALLEDGE.COM
Registration Number:	3321037	R
Registration Number:	3484406	R
Registration Number:	3180312	RF MARINE
Registration Number:	3399794	ROCKFORD ACOUSTIC DESIGN
Registration Number:	3399795	R ROCKFORD ACOUSTIC DESIGN
Registration Number:	3180261	ROCKFORD FOSGATE
Registration Number:	1526601	ROCKFORD FOSGATE
Registration Number:	3160827	ROCKFORD FOSGATE 3SIXTY°
Registration Number:	3160946	ROCKFORD FOSGATE 3SIXTY°

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Registration Number:	1961961	TRANS-NOVA
Registration Number:	2760114	
Registration Number:	2645588	
Registration Number:	3251821	LIGHTNING AUDIO
Registration Number:	2794975	LIGHTNING AUDIO
Registration Number:	2862507	LIGHTNING AUDIO LA STORM
Registration Number:	2800532	LIGHTNING CELL
Registration Number:	2907210	OMNIFI
Registration Number:	2983871	
Serial Number:	77497315	FOSGATE AUDIONICS
Serial Number:	78937158	IPUNCH
Serial Number:	77560135	RF PRIME

CORRESPONDENCE DATA

Fax Number: (800)680-9592
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Address Line 2: attn: Oleh Hereliuk
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	433476
NAME OF SUBMITTER:	Oleh Hereliuk
Signature:	/oh/
Date:	03/12/2009

Total Attachments: 3
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EXHIBIT A-1

<u>NAME</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
BOLT Design	2,826,540	3/23/04
Design (LA Bug Logo)	2,844,012	5/18/04
DIAMOND R Design	1,524,277	2/14/89
FOSGATE AUDIONICS	3,410,247	4/8/08
IE INSTALLEDGE.COM	2,659,570	12/10/02
R Design (square)	3,321,037	10/23/07
R Design (square)	3,484,406	8/12/08
RF Marine and Design	3,180,312	12/5/06
Rockford Acoustic Design	3,399,794	3/18/08
Rockford Acoustic Design	3,399,795	3/18/08
Rockford Fosgate	3,180,261	12/5/06
Rockford Fosgate	1,526,601	2/28/89
Rockford Fosgate 3Sixty	3,160,827	10/17/06
Rockford Fosgate 3Sixty	3,160,946	10/17/06
Trans-Nova	1,961,961	3/12/96
Type RF	2,760,114	9/2/03
Wolf	2,645,588	11/5/02
Lightning Audio	3,251,821	6/12/07
Lightning Audio	2,794,975	12/16/03
Lightning Audio LA Storm	2,862,507	7/13/04
Lightning Cell	2,800,532	12/30/03
OMNIFI	2,907,210	11/30/04
OMNIFI	2,983,871	8/9/05

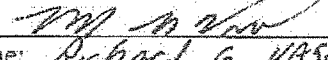
<u>NAME</u>	<u>APPLICATION NO.</u>	<u>APPLICATION DATE</u>
Fosgate Audionics	77/497315	6/12/08
IPUNCH	78/937158	7/25/06
RF Prime	77/560135	9/2/08

**FIRST AMENDMENT TO
COLLATERAL ASSIGNMENT OF TRADEMARKS (SECURITY AGREEMENT)**

This First Amendment dated February 27, 2009 is made by Rockford Corporation, an Arizona corporation ("Pledgor") and Wachovia Capital Finance Corporation (Western), a California corporation formerly known as Congress Financial Corporation (Western), as Agent ("Pledgee") with respect to that certain Collateral Assignment of Trademarks (Security Agreement) dated March 29, 2004 between Pledgor and Pledgee and recorded on April 21, 2004 at Reel/Frame 002948/0330 of the Assignment Division of the U.S. Patent and Trademark Office (the "Security Agreement").

Pledgor and Pledgee hereby amend the Security Agreement to add the trademark registrations and trademark applications set forth on Exhibit A-1 hereto to the trademark registrations and trademark applications set forth on Exhibit A to the Security Agreement. Except as so specifically amended, all of the terms and provisions of the Security Agreement shall remain in full force and effect and are hereby ratified and confirmed.

ROCKFORD CORPORATION

By: 
Name: Richard G Vasek
Title: CFO

WACHOVIA CAPITAL FINANCE
CORPORATION (WESTERN), as Agent

By: 
Carlos Valles, Director